

<b>UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK</b>		<b>PROOF OF CLAIM</b>
Name of Debtor <u>Delphi Automotive Systems LLC</u>		Case Number <u>05-44640</u>
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): <u>John E. Benz &amp; Co.</u>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.  <input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Name and address where notices should be sent: <u>John E. Benz &amp; Co.</u> <u>c/o DLA Piper Rudnick Gray Cary US LLP</u> <u>1251 Avenue of the Americas</u> <u>New York, New York 10020-5283</u> Attn.: <u>Jeremy R. Johnson, Esq.</u> Telephone number: <u>212-335-4500</u>		
Last four digits of account or other number by which creditor identifies debtor:		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated:
<b>1. Basis for Claim</b> <div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <input type="checkbox"/> Goods sold  <input type="checkbox"/> Services performed  <input type="checkbox"/> Money loaned  <input type="checkbox"/> Personal injury/wrongful death  <input type="checkbox"/> Taxes  <input checked="" type="checkbox"/> Other: Amounts owed under lease         </div> <div style="width: 45%;"> <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)  <input type="checkbox"/> Wages, salaries, and compensation (fill out below)            Last four digits of your SS#: _____            Unpaid compensation for services performed from _____ to _____ (date) (date)         </div> </div>		
<b>2. Date debt was incurred:</b> <u>Various</u>		<b>3. If court judgment, date obtained:</b>
<b>4. Classification of Claim.</b> Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time the case filed. See reverse side for important explanations.		
<div style="display: flex;"> <div style="width: 50%;"> <b>Unsecured Nonpriority Claim</b> \$ <u>Unknown</u>  <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.         </div> <div style="width: 50%;"> <b>Secured Claim</b>  <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff).            Brief Description of Collateral:  <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____            Value of Collateral: \$ _____             Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____         </div> </div>		
<b>Unsecured Priority Claim</b> <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507(a)(5).		
<div style="display: flex; justify-content: space-between;"> <div> <b>5. Total Amount of Claim at Time Case Filed:</b> \$ <u>Unknown</u> (unsecured)  <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.         </div> <div>           \$ _____ (secured)            \$ _____ (priority)            \$ <u>Unknown</u> (Total)         </div> </div>		
<b>6. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY  <div style="transform: rotate(-45deg); font-weight: bold; font-size: 1.2em;">           U.S. BANKRUPTCY COURT            S.D.N.Y.            2006 JUL 31 PM 3:12         </div>
<b>7. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. See Addendum, annexed hereto.		
<b>8. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date  07/31/06	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):  <u>Jeremy R. Johnson, Esq., as Counsel</u>	

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

**Addendum to Prepetition Proof of Claim**  
**Delphi Automotive Systems LLC, Case No. 05-44640 (RDD)**

1. This prepetition proof of claim (the "Claim") of John E. Benz & Co. ("JEB") relates to the Delphi Automotive Systems LLC's (the "Debtor") obligations under a lease dated as of September 28, 1998, between the Debtor, as successor in interest to General Motors Corporation, and JEB (including the First Amendment to Lease, dated April 31, 2005 between the Debtor and JEB and any subsequent amendments and modifications, the "Lease"). The Lease relates to the premises located at 3535 Kettering Boulevard, Moraine, OH (the "Premises").
2. Pursuant to the Lease, the Debtor is responsible for, among other things, providing (or reimbursing JEB for providing) insurance for the Premises, paying taxes related to the Premises, satisfying any mechanics' or other liens filed or asserted against the Premises, and paying rent to JEB as provided under the Lease. As of the filing of this Claim, the Debtor has failed to provide insurance, pay applicable taxes, and satisfy liens against the Premises. The aggregate amount owed as of October 8, 2005 is unknown at this time. Attached hereto is partial documentation related to the defaults under the Lease.
3. JEB hereby reserves the right to assert that all or part of these obligations may be entitled to administrative priority under section 503 of Title 11 of the United States Code.
4. JEB hereby reserves the right to assert further, additional and amended claims, including a rejection claim in the event the Lease is rejected by the Debtor.
5. By executing and filing this Claim, JEB is not (a) waiving or releasing JEB's rights against any other entity or person, including the Debtor; or (b) electing a remedy which waives or otherwise affects any other remedy of JEB. JEB expressly reserves the right to amend or supplement this Claim in any respect and to file additional proofs of claim for additional claims.



**AMERICAN AGENCY, INC. INSURANCE**  
P.O. BOX 21997 • COLUMBUS, OHIO 43221 • TEL. 614-442-1400 • FAX 614-442-1419

-----INVOICE-----

John E. Benz Trustee  
3017 Exchange Court S#A  
West Palm Beach, FL 33409

Invoice Date 03/07/06  
Invoice No. 103868  
Bill-To Code BENJO1  
Client Code BENJO1  
Inv Order No. 1\*65369

Named Insured: John E. Benz Trustee

Amount Remitted: \$

Please return this portion with your payment.

Make checks payable to: American Agency, Inc.

Effective Date	Policy Period	Coverage Description	Transaction Amount
03/22/06	09/22/05 to 09/22/06	CNA Insurance Companies Policy No. TCP2086941676 Installment - Commercial Package 2 of 2	6,871.50
		Invoice Number: 103868 Amount Due:	6,871.50

3/11/06 pd call 12694

\*Premiums Due and Payable on Effective Date



**AMERICAN AGENCY, INC. INSURANCE**  
P.O. BOX 21997 • COLUMBUS, OHIO 43221 • TEL. 614-442-1400 • FAX 614-442-1419

November 18, 2005

John E. Benz  
3017 Exchange Court Suite A  
West Palm Beach, FL 33409

Re: Property Policy  
3535 Kettering Blvd  
Dayton, OH

Dear John,

Per our conversations, enclosed please find the renewal policy for the Property and Lessor's Risk General Liability for 3535 Kettering Blvd. Our invoice for the first 6 months premium in the amount of \$6,871.50 is also enclosed.

Should you have any questions or concerns, please do not hesitate to contact our office.

I appreciate your patience and response in this matter.

Best Regards,

A handwritten signature in cursive script, reading "Dianne L. Faulk".

Dianne L. Faulk  
American Agency, Inc.

Make check payable to: American Agency, Inc.

Effective Date	Policy Period	Coverage Description	Transaction Amount
09/22/05	09/22/05 to 09/22/06	CNA Insurance Companies Policy No. TCP2086941676 *Renewal - Commercial Package 1 of 2  Invoice Number: 102907  <i>Ketting</i>	6,871.50  6,871.50
*Premiums Due and Payable on Effective Date			

*11/26/05  
Out # 12690  
Office Ret*

DF Page: 1  
EDWARD A. WHEATON, CLU, CHFC  
Chairman of the Board

ORIGINAL INVOICE  
JOHN E. BURTON  
President

DOUGLAS C. TIMPE  
Vice President

# Schedule of Installments

Print Date: 11/18/05

**Client Name and Address**  
 John E. Benz Trustee S#A  
 3017 Exchange Court  
 West Palm Beach, FL 33409

**Company**  
 CNA Insurance Companies  
**Policy Number**  
 TCP2086941676  
**Policy Effective Date** 09/22/05 **Policy Expiration Date** 09/22/06

**Agency Name and Address**  
 American Agency, Inc.  
 2935 Kenny Road, Suite 240  
 P.O. Box 21997  
 Columbus, OH 43221

Inst. No.	Installment Date	Transaction	Coverage	Transaction Amount	Invoice Number	Installment Status
1	09/22/05*	Renewal	Commercial Package	6871.50	102907	Billed Invoice
2	03/22/06	Installment	Commercial Package	6871.50		Unbilled Invoice
GRAND TOTAL:				13743.00		

The above statement is a detailed listing of current and future installment billing of your policy as of 11/18/05 and is subject to change due to changes in your policy coverage.

**CNA**

**COMMON POLICY DECLARATIONS  
TAILORED COMMERCIAL PACKAGE POLICY**

**POLICY NUMBER** C 2086941676

**NAMED INSURED** JOHN E. BENZ TRUSTEE  
**MAILING ADDRESS** C/O AMERICAN AGENCY  
PO BOX 21997  
COLUMBUS, OH 43221

**PRODUCER NAME** MARKETSOURCE AGCY NETWORK LLC  
**MAILING ADDRESS** 600 CROSS POINTE ROAD  
GAHANNA, OH 43230

**POLICY PERIOD** FROM 09/22/2005 TO 09/22/2006 AT 12:01 A.M.  
STANDARD TIME AT YOUR MAILING ADDRESS SHOWN  
ABOVE.

IN RETURN FOR THE PAYMENT OF THE PREMIUM, AND SUBJECT TO ALL THE TERMS OF THIS POLICY,  
WE AGREE WITH YOU TO PROVIDE THE INSURANCE AS STATED IN THIS POLICY.

THIS POLICY CONSISTS OF THE FOLLOWING COVERAGE PARTS FOR WHICH A PREMIUM IS INDICATED.  
THIS PREMIUM MAY BE SUBJECT TO ADJUSTMENT.

<u>COVERAGE PART</u>	<u>PREMIUM *</u>
COMMERCIAL PROPERTY COVERAGE	\$8,022.00
COMMERCIAL GENERAL LIABILITY COVERAGE	\$5,721.00
COMMERCIAL CRIME COVERAGE	
COMMERCIAL INLAND MARINE COVERAGE	
COMMERCIAL BOILER & MACHINERY COVERAGE	
COMMERCIAL LIQUOR LIABILITY COVERAGE	
TOTAL POLICY PREMIUM	\$13,743.00

\*INCLUDES APPLICABLE STATES TAXES AND SURCHARGES (IF ANY)

[REFER TO INDIVIDUAL DECLARATIONS FOR FURTHER INFORMATION]

INSURED



**MONTGOMERY COUNTY  
 REAL ESTATE TAX BILL  
 HUGH QUILL, TREASURER  
 SECOND HALF 2005**

J44 28213 0001  
 DELPHI AUTOMOTIVE SYSTEMS LLC  
 P.O. BOX 5082  
 TROY, MI 48007-5082

**PARCEL IDENTITY**  
 J44 28213 0001  
**TAXING DISTRICT**  
 MORaine CITY-KETTERI  
**PARCEL LOCATION**  
 3536 KETTERING BLVD  
**OWNER NAME**  
 BENZ BARBARA TR  
**LEGAL DESCRIPTION**  
 4496 BENZ W C T PLAT

GROSS TAX RATE	89.79	ACRES	17.856
REDUCTION FACTOR	29146	CLASS	INDUSTRIAL
EFFECTIVE TAX RATE	63.62022		
CURRENT REAL ESTATE	79,629.36	<b>TAX DISTRIBUTION</b>	
REDUCTION FACTOR	-23208.41		
10% ROLLBACK	.00		
2 1/2% ROLLBACK	.00		
HOMESTEAD REDUCTION	.00		
CURRENT NET TAXES	56,420.95	COUNTY	13,906.90
CURRENT ASSESSMENT	324.30	TOWNSHIP	2,217.10
SEMIANNUAL PROPERTY CHARGE		CORPORATION	39,235.85
CURRENT NET TAXES AND ASSESSMENTS	56,745.25	SCHOOL	
DELINQUENT REAL ESTATE	47,924.82	JVS	1,061.10
INTEREST REAL ESTATE	.00	LIBRARY	
DELINQUENT ASSESSMENT	.00		
INTEREST ASSESSMENT	.00		
PAYMENTS/CREDITS	-13,214.65		
<b>TOTAL AMOUNT DUE</b>	<b>91,455.42</b>		

<b>100% APPRAISED VALUE</b>	
LAND	714,400
IMPROVEMENT	4,353,270
<b>TOTAL</b>	<b>5,067,670</b>
<b>35% TAXABLE VALUE</b>	
LAND	250,040
IMPROVEMENT	1,523,640
<b>TOTAL</b>	<b>1,773,680</b>
<b>HOMESTEAD REDUCTION</b>	
LAND	
IMPROVEMENT	
<b>TOTAL</b>	

**PAY ON OR BEFORE  
 JULY 17, 2006**

If you need a stamped receipt, return entire bill with a self addressed stamped envelope.  
 No receipt will be returned unless requested.

YOUR CANCELLED CHECK IS A VALID RECEIPT

RETURN THIS PORTION WITH PAYMENT

**SECOND HALF 2005**

MONTGOMERY COUNTY  
 REAL ESTATE TAX BILL  
 HUGH QUILL, TREASURER  
 PAY ON OR BEFORE JULY 17, 2006  
 451 WEST THIRD STREET  
 DAYTON, OHIO 45422-0176  
 (937) 225-4010

OWNER NAME: BENZ BARBARA TR

PARCEL IDENTITY: J44 28213 0001 4

PARCEL LOCATION: 3536 KETTERING BLVD

MAKE CHECKS PAYABLE TO:  
 HUGH QUILL, TREASURER

J44 28213 0001  
 DELPHI AUTOMOTIVE SYSTEMS LLC  
 P.O. BOX 5082  
 TROY, MI 48007-5082

PAYMENT AMOUNT	4
HALF YEAR PAYMENT	
<b>91,455.42</b>	

0091455424 0091455424 00010440282130000014 191



**DUNLEVEY, MAHAN & FURRY**

ROBERT T. DUNLEVEY, JR.  
CHARLES W. MAHAN  
STEPHEN A. WATRING  
GARY W. AUMAN  
WILLIAM H. BARNEY, III  
RICHARD L. CARR, JR.

A LEGAL PROFESSIONAL ASSOCIATION  
110 NORTH MAIN STREET, SUITE 1000  
DAYTON, OHIO 45402-1738  
TEL: (937) 223-8003 FAX: (937) 223-8550  
WWW.DMFDAYTON.COM

DONALD B. RINEER\*  
AMY C. MITCHELL  
LAURIE DENDWICK-GORDON

OF COUNSEL  
RICHARD L. FURRY\*\*

\* ALSO ADMITTED IN INDIANA  
\*\* ALSO ADMITTED IN ILLINOIS

December 28, 2005

**VIA FEDERAL EXPRESS**

Barbara Benz, Trustee  
273 Sandpiper Drive  
Palm Beach, FL 33480

Barbara Benz, Trustee  
c/o Delphi Automotive Systems LLC  
5725 Delphi Dr.  
Troy, MI 48098

**Re: *Lien of Orbit Movers & Erectors, Inc. (3535 Kettering Blvd, Dayton, OH)***  
***In Re: Delphi Corporation, et al., United States Bankruptcy Court, Southern District***  
***of New York, Case No. 05-44481***

Dear Madam:

You are notified that on the 12th day of December, 2005, Orbit Movers & Erectors, Inc., an Ohio corporation, filed an Affidavit for Mechanics' Lien in the office of the Montgomery County Recorder in File No. 05-127024 against Delphi's Moraine, Ohio location at 3535 Kettering Blvd.

A Copy of the Affidavit is enclosed and served on you with this notice. The enclosed Affidavit for Mechanics' Lien is being served upon Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC pursuant to Ohio Revised Code Section 1311.07, and as contemplated by Delphi's Lien Claimants Motion. Because under Ohio law a mechanics' lien relates back to the date labor was first provided or materials were first furnished, this action does not violate the automatic stay provision of the United States Bankruptcy Code, pursuant to 11 U.S.C. Section 546(b). See e.g., *In Re: BJ Packing, Inc.*, 158 B.R. 988 (N.D. Ohio 1993); *In Re: US Electric, Inc.*, 123 B.R. 262 (S.D. Ohio 1990). Accordingly, the filing of the Affidavit for Mechanic's Lien and the giving of this notice were done in an effort to perfect Orbit Movers & Erectors, Inc.'s mechanics' lien and such are not an attempt to collect from the debtor.

Additionally, Orbit Movers & Erectors, Inc. requests to be treated as a lien claimant under the Lien Claimants Order entered in the Delphi bankruptcy case.

Orbit Movers & Erectors, Inc.,

By:   
Donald B. Rineer, its Attorney

DBR/sjs  
Enclosures:  
Cc:

Affidavit for Mechanic's Lien (3535 Kettering Blvd)  
Orbit Movers & Erectors, Inc.  
Attn: David E. Grayson, Chief Financial Officer (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: John Butler, Jr., Esq., John Lyons, Esq., Ron Meisler (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: Kayalyn Marafioti, Esq., Thomas Matz, Esq. (via regular mail)  
Deirdre A. Martini, United States Trustee (via regular mail)

\$28.00 12/12/05 15:39:10  
M/L -05-127024 0002  
Montgomery County  
Judy Dodge Recorder


**AFFIDAVIT FOR MECHANICS' LIEN**

STATE OF OHIO )  
 ) SS:  
COUNTY OF MONTGOMERY )

David E. Grayson, Chief Financial Officer of Orbit Movers & Erectors, Inc., whose address is 1101 Negley Place, Dayton, OH 45407, being first duly sworn, says that Orbit Movers & Erectors, Inc., the lien claimant, furnished certain material or performed certain labor or work in furtherance of improvements located on or removed to the land hereinafter described, in pursuance of a certain contract (reference Purchase Order No. DYS82035) with Delphi Corporation or an affiliate or subsidiary thereof (collectively, "Delphi"), the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 5725 Delphi Drive, Troy, MI 48098.

The first of the labor or work was performed or material was furnished on the 23rd day of August, 2005. The last of such labor or work was performed or materials were furnished on the 28th day of September, 2005, and there is justly and truly due Orbit Movers & Erectors, Inc., the lien claimant, therefor from Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of Five Thousand Two Hundred and 00/100 Dollars (\$5,200.00) for which amount Orbit Movers & Erectors, Inc. claims a lien on the building and land of Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC, 5725 Delphi Drive, Troy, MI 48098, which is or was the owner, part owner, or lessee, as the case may be, which property is described on Exhibit A attached hereto and made a part hereof.

Orbit Movers & Erectors, Inc.

By:   
David E. Grayson, Chief Financial Officer

Sworn to before me and subscribed in my presence this 3rd day of November, 2005.

  
Notary Public

DONALD BRIAN RINEER, Attorney at Law  
Notary Public, State of Ohio  
My Commission has no expiration date.  
Section 147.03 O. R. C.

This Instrument Prepared By:  
Donald B. Rineer, Esq.  
Dunlevey, Mahan & Furry  
A Legal Professional Association  
110 North Main Street, Suite 1000  
Dayton, OH 45402-1738  
(937) 223-6003

EXHIBIT "A"

Situate in the City of Moraine, Montgomery County, Ohio, being Lot numbered 4496 of the consecutive numbers of lots of the City of Moraine and being part of the tract of land conveyed to Property Capitol Trust "TK" by deed recorded in Microfiche 71-357EB2 of the Deed Records of Montgomery County, Ohio, and more particularly described as follows:

Beginning at an iron pin at the northeast corner of said Lot 4496 of the consecutive numbers of lots of the City of Moraine and being part of the Benz-W.C.I. Plat recorded in Book 127, Page 21 of the Montgomery County Plat Records, said point also being on the west right-of-way line of Kettering Boulevard (Old U.S. Route 25);

thence from said place of beginning, southwardly with the east line of said Lot 4496 and the said west right-of-way line of Kettering Boulevard on a curve to the right having a radius of 8377.80 feet, an arc distance of 805.27 feet to an iron pin (said curve having a chord bearing of S 39° 34' 51" W and a chord distance of 804.96 feet); thence with new division lines on the following courses: N 46° 00' 00" W a distance of 449.48 feet to an iron pin; thence southwestwardly on a curve to the left having a radius of 60.00 feet an arc distance of 94.25 feet to a point (said curve having a chord bearing of S 89° 00' 00" W and a chord distance of 86.85 feet); thence S 44° 00' 00" W a distance of 188.50 feet to a point; thence southeastwardly on a curve to the left having a radius of 35.00 feet an arc distance of 54.98 feet to a point on the northerly line of Hoyle Place, a private street, (said curve having a chord bearing of S 1° 00' 00" E and a chord distance of 49.50 feet); thence with the line of said Hoyle Place on the following courses:

N 46° 00' 00" W a distance of 209.61 feet to an iron pin; thence westwardly on a curve to the left having a radius of 602.96 feet an arc distance of 101.82 feet to an iron pin (said curve having a chord bearing of N 50° 50' 15" W and a chord distance of 101.70 feet); thence N 55° 40' 30" W a distance of 20.39 feet to an iron pin at the southwest corner of said Lot 4496; thence N 26° 24' 30" E with the west line of said Lot 4496 a distance of 874.06 feet to an iron pin in the southerly right-of-way line of Encrete Lane; thence with said right-of-way line on the following courses:

S 63° 35' 30" E a distance of 652.51 feet to a point; thence S 26° 24' 29" W a distance of 3.93 feet to a point; thence eastwardly on a curve to the right having a radius of 5701.58 feet an arc distance of 77.08 feet to a point (said curve having a chord bearing of S 62° 08' 52" E and a chord distance of 77.08 feet); thence S 53° 27' 34" E a distance of 87.62 feet to a point; thence eastwardly on a curve to the right having a radius of 5689.88 feet, an arc distance of 95.08 feet to a point (said curve having a chord bearing of S 60° 24' 59" E and a chord distance of 95.08 feet); thence S 59° 56' 13" E a distance of 97.69 feet to a point; thence S 32° 45' 43" E a distance of 37.67 feet to the place of beginning containing 17.856 acres, more or less, subject, however, to all legal highways and easements of record.

**DUNLEVEY, MAHAN & FURRY**

ROBERT T. DUNLEVEY, JR.  
CHARLES W. MAHAN  
STEPHEN A. WATRING  
GARY W. AUMAN  
GARY T. BRINSFIELD  
WILLIAM H. BARNEY, III  
RICHARD L. CARR, JR.

A LEGAL PROFESSIONAL ASSOCIATION  
110 NORTH MAIN STREET, SUITE 1000  
DAYTON, OHIO 45402-1738  
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DONALD B. RINEER\*\*  
AMY C. MITCHELL  
LAURIE DENDWICK-GORDON  
OF COUNSEL  
RICHARD L. FURRY\*  
\*ALSO ADMITTED IN ILLINOIS  
\*\*ALSO ADMITTED IN INDIANA

November 15, 2005

**VIA CERTIFIED MAIL:**  
**RETURN RECEIPT REQUESTED**

Barbara Benz, Trustee  
273 Sandpiper Drive  
Palm Beach, FL 33480

Barbara Benz, Trustee  
c/o Delphi Automotive Systems LLC  
5725 Delphi Dr.  
Troy, MI 48098

Setech, Inc.  
903 Industrial Dr.  
Murfreesboro, TN 37129

Re: *Lien of Zimpher Kyser, Inc. (3535 Kettering Blvd, Dayton, OH)*  
In Re: *Delphi Corporation, et al., United States Bankruptcy Court, Southern District  
of New York, Case No. 05-44481*

Dear Sir/Madam:

You are notified that on the 15th day of November, 2005, Zimpher Kyser, Inc., an Ohio corporation, filed an Affidavit for Mechanics' Lien in the office of the Montgomery County Recorder in File No. 05-117087 against Delphi's Moraine, Ohio location at 3535 Kettering Blvd.

A Copy of the Affidavit is enclosed and served on you with this notice. The enclosed Affidavit for Mechanics' Lien is being served upon Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC pursuant to Ohio Revised Code Section 1311.07, and as contemplated by Delphi's Lien Claimants Motion. The filing of the Affidavit for Mechanic's Lien and the giving of this notice were done in an effort to perfect Zimpher Kyser, Inc.'s mechanics' lien and such are not an attempt to collect from the debtor.

Additionally, Zimpher Kyser, Inc. requests to be treated as a lien claimant under the Lien Claimants Order entered in the Delphi bankruptcy case.

Zimpher Kyser, Inc.,

By: 

Donald B. Rineer, its Attorney

COPY

**AFFIDAVIT FOR MECHANICS' LIEN**

STATE OF OHIO )  
 ) SS:  
COUNTY OF MONTGOMERY )

Scott Zimpher, President of Zimpher Kyser, Inc. whose address is 308 Looney Road, Piqua, Ohio 45356, being first duly sworn, says that Zimpher Kyser, Inc., the lien claimant, furnished certain material or performed certain labor or work in furtherance of improvements located on or removed to the land hereinafter described, in pursuance of the following:

1. Purchase Order No. 65149 from Setech, Inc., individually or as agent for Delphi Corporation, Delphi Automotive systems LLC, or an affiliate or subsidiary thereof (collectively, "Delphi"), the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 6th day of September, 2005, and there is justly and truly due Zimpher Kyser, Inc., the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$2,213.84;

2. Purchase Order No. 65067 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 2nd day of September, 2005, and there is justly and truly due Zimpher Kyser, Inc., the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$418.95;

3. Purchase Order No. DYM14102 from Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 5725 Delphi Drive, Troy, MI 48098. The first and last of the labor or work was performed or material was furnished on the 13th day of September, 2005, and there is justly and truly due Zimpher Kyser, Inc., the lien claimant, therefor from Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$1,996.00;

for which amounts (being a total of \$4,628.79) Zimpher Kyser, Inc. claims a lien on the building and land of Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC, 5725 Delphi Drive, Troy, MI 48098, which is or was the owner, part owner, or lessee, as the

36.00 11/15/05 15:23:21  
M/L -05-117087 0003  
Montgomery County  
Judy Dodge Recorder

case may be, which property is described on Exhibit A attached hereto and made a part hereof. The foregoing constitute a contract or contracts, express or implied, pursuant to Ohio Rev. Code Section 1311.02.

Zimpher Kyser, Inc.

By:

  
Scott Zimpher, President

Sworn to before me and subscribed in my presence this 15<sup>th</sup> day of November, 2005.

  
Notary Public

DONALD BRIAN RINEER, Attorney at Law  
Notary Public, State of Ohio  
My Commission has no expiration date.  
Section 147.03 O. R. C.

This Instrument Prepared By:  
Donald B. Rineer, Esq.  
Dunlevey, Mahan & Furry  
A Legal Professional Association  
110 North Main Street, Suite 1000  
Dayton, OH 45402-1738  
(937) 223-6003

**DUNLEVEY, MAHAN & FURRY**

ROBERT T. DUNLEVEY, JR.  
CHARLES W. MAHAN  
STEPHEN A. WATRING  
GARY W. AUMAN  
GARY T. SPANFELD  
WILLIAM H. BARNEY, III  
RICHARD L. CARR, JR.

A LEGAL PROFESSIONAL ASSOCIATION  
110 NORTH MAIN STREET, SUITE 1000  
DAYTON, OHIO 45402-1738  
TEL: (937) 223-8000 FAX: (937) 223-8550  
www.dmfdayton.com

November 8, 2005

DONALD B. RINEER\*\*  
AMY C. MITCHELL  
LAURIE DENDWICK-GORDON  
OF COUNSEL  
RICHARD L. FURRY\*  
\*ALSO ADMITTED IN ILLINOIS  
\*\*ALSO ADMITTED IN INDIANA

**VIA CERTIFIED MAIL:**  
**RETURN RECEIPT REQUESTED**

Barbara Benz, Trustee  
273 Sandpiper Drive  
Palm Beach, FL 33480

Barbara Benz, Trustee  
c/o Delphi Automotive Systems LLC  
5725 Delphi Dr.  
Troy, MI 48098

**Re: *Lien of Frebco, Inc. (3535 Kettering Blvd, Dayton, OH)***  
***In Re: Delphi Corporation, et al., United States Bankruptcy Court, Southern District of New York, Case No. 05-44481***

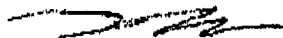
Dear Sir/Madam:

You are notified that on the 7th day of November, 2005, Frebco, Inc., an Ohio corporation, filed an Affidavit for Mechanics' Lien in the office of the Montgomery County Recorder in File No. 05-114568 against Delphi's Moraine, Ohio location at 3535 Kettering Blvd.

A Copy of the Affidavit is enclosed and served on you with this notice. The enclosed Affidavit for Mechanics' Lien is being served upon Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC pursuant to Ohio Revised Code Section 1311.07, and as contemplated by Delphi's Lien Claimants Motion. The filing of the Affidavit for Mechanic's Lien and the giving of this notice were done in an effort to perfect Frebco, Inc.'s mechanics' lien and such are not an attempt to collect from the debtor.

Additionally, Frebco, Inc. requests to be treated as a lien claimant under the Lien Claimants Order entered in the Delphi bankruptcy case.

Very truly yours,



Richard L. Carr, Jr.

RLC/sjs

Enclosures: Affidavit for Mechanic's Lien (3535 Kettering Blvd)

Cc: Frebco, Inc.  
Attn: John Mehall, General Manager (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: John Butler, Jr., Esq., John Lyons, Esq., Ron Meisler (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: Kayalyn Mazafioti, Esq., Thomas Metz, Esq. (via regular mail)  
Deirdre A. Martini, United States Trustee (via regular mail)

11/07/05 13:43:33  
M/L -05-114566 0002  
Montgomery County  
Judy Budge Recorder

**AFFIDAVIT FOR MECHANICS' LIEN**

STATE OF OHIO )  
COUNTY OF MONTGOMERY ) SS:

John Mehall, General Manager of Frebco, Inc. ("Frebco") whose address is 3400 Kettering Blvd., Dayton, Ohio 45439, being first duly sworn, says that Frebco, the lien claimant, furnished certain material or performed certain labor or work in furtherance of improvements located on or removed to the land hereinafter described, in pursuance of a certain contract (reference Purchase Order No. DCS09425) with Delphi Corporation, or an affiliate or subsidiary thereof ("Delphi"), the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 5725 Delphi Drive, Troy, MI 48098. The first of the labor or work was performed or material was furnished on the 18th day of July, 2005. The last of such labor or work was performed or materials were furnished on the 31st day of August, 2005, and there is justly and truly due, Frebco, the lien claimant, therefor from Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$2,220.00, for which amount Frebco claims a lien on the building and land of Delphi Automotive Services LLC, 5725 Delphi Drive, Troy, Michigan 48098, which is or was the owner, part owner, or lessee, as the case may be, which property is described on Exhibit A attached hereto and made a party hereof.  
Barbara Benz, as Trustee, c/o

Frebco, Inc.

By: John D. Mehall  
John Mehall, General Manager

Sworn to before me and subscribed in my presence this 7<sup>th</sup> day of November, 2005.

[Signature]  
Notary Public

This Instrument Prepared By:  
Richard L. Carr, Jr., Esq.  
Dunlevey, Mahan & Furry  
A Legal Professional Association  
110 North Main Street, Suite 1000  
Dayton, OH 45402-1738  
(937) 223-6003

RICHARD L. CARR JR., Attorney at Law  
Notary Public, State of Ohio  
My Commission has no Expiration Date.  
Section 147.03 O.R.C.



EXHIBIT "A"

Situate in the City of Moline, Montgomery County, Ohio, being lot numbered 4496 of the consecutive numbers of lots of the City of Moline and being part of the tract of land conveyed to Property Capitol Trust "TK" by deed recorded in Microfiche 71-357E02 of the Deed Records of Montgomery County, Ohio, and more particularly described as follows:

Beginning at an iron pin at the northeast corner of said Lot 4496 of the consecutive numbers of lots of the City of Moline and being part of the Bear-W.C.I. Plat recorded in Book 127, Page 21 of the Montgomery County Plat Records, said point also being on the west right-of-way line of Kettering Boulevard (Old U.S. Route 25):

thence from said place of beginning, southwardly with the east line of said Lot 4496 and the said west right-of-way line of Kettering Boulevard on a curve to the right having a radius of 8377.80 feet, an arc distance of 808.27 feet to an iron pin (said curve having a chord bearing of S 39° 34' 51" W and a chord distance of 804.98 feet); thence with new division lines on the following courses: N 46° 00' 00" W a distance of 449.43 feet to an iron pin; thence southwestwardly on a curve to the left having a radius of 60.06 feet an arc distance of 94.25 feet to a point (said curve having a chord bearing of S 80° 00' 00" W and a chord distance of 84.85 feet); thence S 44° 00' 00" W a distance of 188.50 feet to a point; thence southeastwardly on a curve to the left having a radius of 35.08 feet an arc distance of 54.98 feet to a point on the northerly line of Hoyle Place, a private street. (said curve having a chord bearing of S 1° 00' 00" E and a chord distance of 49.50 feet); thence with the line of said Hoyle Place on the following courses:

N 46° 00' 00" W a distance of 209.51 feet to an iron pin; thence westwardly on a curve to the left having a radius of 603.96 feet an arc distance of 101.32 feet to an iron pin (said curve having a chord bearing of N 50° 50' 16" W and a chord distance of 101.70 feet); thence N 55° 40' 30" W a distance of 20.19 feet to an iron pin at the southwest corner of said Lot 4496; thence N 26° 24' 30" E with the west line of said Lot 4496 a distance of 274.06 feet to an iron pin in the southerly right-of-way line of Kettering Lane; thence with said right-of-way line on the following courses:

S 43° 35' 30" E a distance of 652.51 feet to a point; thence S 26° 24' 29" W a distance of 3.95 feet to a point; thence eastwardly on a curve to the right having a radius of 8701.58 feet an arc distance of 77.08 feet to a point (said curve having a chord bearing of S 82° 08' 12" E and a chord distance of 77.08 feet); thence S 53° 27' 14" E a distance of 87.63 feet to a point; thence eastwardly on a curve to the right having a radius of 5689.84 feet, an arc distance of 95.08 feet to a point (said curve having a chord bearing of S 40° 14' 29" E and a chord distance of 95.08 feet); thence S 59° 56' 13" E a distance of 87.48 feet to a point; thence S 32° 45' 43" E a distance of 37.67 feet to the place of beginning containing 17.856 acres, more or less, subject, however, to all legal highways and easements of record.

**DUNLEVEY, MAHAN & FURRY**

ROBERT T. DUNLEVEY, JR.  
CHARLES W. MAHAN  
STEPHEN A. WATRING  
GARY W. AUMAN  
GARY T. BRINSFIELD  
WILLIAM H. BARNEY, III  
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DONALD B. RINEER\*\*  
AMY C. MITCHELL  
LAURIE DENDWICK-GORDON  
OF COUNSEL  
RICHARD L. FURRY\*

\*ALSO ADMITTED IN ILLINOIS  
\*\*ALSO ADMITTED IN INDIANA

November 16, 2005

**VIA CERTIFIED MAIL:**  
**RETURN RECEIPT REQUESTED**

Barbara Benz, Trustee  
273 Sandpiper Drive  
Palm Beach, FL 33480

Barbara Benz, Trustee  
c/o Delphi Automotive Systems LLC  
5725 Delphi Dr.  
Troy, MI 48098

Setech, Inc.  
903 Industrial Dr.  
Murfreesboro, TN 37129

**Re: *Lien of Gem Air Controls Company, Inc. (3535 Kettering Blvd, Dayton, OH)***  
***In Re: Delphi Corporation, et al., United States Bankruptcy Court, Southern District***  
***of New York, Case No. 05-44481***

Dear Sir/Madam:

You are notified that on the 8th day of November, 2005, Gem Air Controls Company, Inc., an Ohio corporation, filed an Affidavit for Mechanics' Lien in the office of the Montgomery County Recorder in File No. 05-115011 against Delphi's Moraine, Ohio location at 3535 Kettering Blvd.

A Copy of the Affidavit is enclosed and served on you with this notice. The enclosed Affidavit for Mechanics' Lien is being served upon Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC pursuant to Ohio Revised Code Section 1311.07, and as contemplated by Delphi's Lien Claimants Motion. The filing of the Affidavit for Mechanic's Lien and the giving of this notice were done in an effort to perfect Gem Air Controls Company, Inc.'s mechanics' lien and such are not an attempt to collect from the debtor.

Additionally, Gem Air Controls Company, Inc. requests to be treated as a lien claimant under the Lien Claimants Order entered in the Delphi bankruptcy case.

Gem Air Controls Company, Inc.,

By:   
Donald B. Rineer, its Attorney

**DUNLEVEY, MAHAN & FURRY**

Barbara Benz, Trustee  
Setech, Inc.  
November 16, 2005  
Page 2

DBR/sjs

Enclosures: Affidavit for Mechanic's Lien (3535 Kettering Blvd)

Cc: Gem Air Controls Company, Inc.  
Attn: Ted Black, President (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: John Butler, Jr., Esq., John Lyons, Esq., Ron Meisler (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: Kayalyn Marafioti, Esq., Thomas Matz, Esq. (via regular mail)  
Deirdre A. Martini, United States Trustee (via regular mail)

\$44.00 11/08/05 14:49:05  
M/L -05-115011 0004  
Montgomery County  
Judy Judge Recorder

**AFFIDAVIT FOR MECHANICS' LIEN**

STATE OF OHIO )  
 ) SS:  
COUNTY OF MONTGOMERY )

Ted Black, President of Gem Air Controls Company, Inc. ("Gem") whose address is P.O. Box 13300, Dayton, Ohio 45413, being first duly sworn, says that Gem, the lien claimant, furnished certain material or performed certain labor or work in furtherance of improvements located on or removed to the land hereinafter described, in pursuance of the following:

1. Purchase Order No. 64823 from Setech, Inc., individually or as agent for Delphi Corporation, Delphi Automotive Systems LLC, or an affiliate or subsidiary thereof (collectively, "Delphi"), the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 25th day of August, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$238.78;
2. Purchase Order No. 64991 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 29th day of August, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$148.92;
3. Purchase Order No. 65317 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 9th day of September, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$115.64;
4. Purchase Order No. 65427 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 16th day of September, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$167.04;
5. Purchase Order No. 65584 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as

the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 30th day of September, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$92.65;

6. Purchase Order No. 65765 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 26th day of September, 2005, and there is justly and truly due, Gem Air Controls Company, Inc., the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$228.23;

7. Purchase Order No. 65906 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 30th day of September, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$53.87;

8. Purchase Order No. 66017 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 4th day of October, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$122.87;

9. Purchase Order No. 66066 from Setech, Inc., individually or as agent for Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 903 Industrial Drive, Murfreesboro, TN 37129. The first and last of the labor or work was performed or material was furnished on the 6th day of October, 2005, and there is justly and truly due, Gem, the lien claimant, therefor from Setech, Inc., the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$136.83;

for which amounts (being a total of \$1,304.83) Gem claims a lien on the building and land of Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC, 5725 Delphi Drive, Troy, MI 48098, which is or was the owner, part owner, or lessee, as the case may be, which property is described on **Exhibit A** attached hereto and made a part hereof. The foregoing constitute a contract or contracts, express or implied, pursuant to Ohio Rev. Code Section 1311.02.

Gem Air Controls Company, Inc.

By: Ted Black  
Ted Black, President

Sworn to before me and subscribed in my presence this 4th day of November, 2005.

[Signature]  
Notary Public

This Instrument Prepared By:  
Donald B. Rineer, Esq.  
Dunlevey, Mahan & Furry  
A Legal Professional Association  
110 North Main Street, Suite 1000  
Dayton, OH 45402-1738  
(937) 223-6003

EXHIBIT "A"

Situate in the City of Moraine, Montgomery County, Ohio, being Lot numbered 4496 of the consecutive numbers of lots of the City of Moraine and being part of the tract of land conveyed to Property Capitol Trust "Tk" by deed recorded in Microfiche 71-357802 of the Deed Records of Montgomery County, Ohio, and more particularly described as follows:

Beginning at an iron pin at the northeast corner of said Lot 4496 of the consecutive numbers of lots of the City of Moraine and being part of the Bens-W.C.I. Plat recorded in Book 127, Page 21 of the Montgomery County Plat Records, said point also being on the west right-of-way line of Kettering Boulevard (Old U.S. Route 25);

thence from said place of beginning, southwardly with the east line of said Lot 4496 and the said west right-of-way line of Kettering Boulevard on a curve to the right having a radius of 8377.80 feet, an arc distance of 605.27 feet to an iron pin (said curve having a chord bearing of S 39° 34' 51" W and a chord distance of 804.96 feet); thence with new division lines on the following courses: N 46° 00' 00" W a distance of 449.48 feet to an iron pin; thence southwestwardly on a curve to the left having a radius of 60.00 feet an arc distance of 94.25 feet to a point (said curve having a chord bearing of S 39° 00' 00" W and a chord distance of 84.85 feet); thence S 44° 00' 00" W a distance of 188.50 feet to a point; thence southeastwardly on a curve to the left having a radius of 35.00 feet an arc distance of 54.98 feet to a point on the northerly line of Hoyle Place, a private street, (said curve having a chord bearing of S 1° 00' 00" E and a chord distance of 49.50 feet); thence with the line of said Hoyle Place on the following courses:

N 46° 00' 00" W a distance of 209.61 feet to an iron pin; thence westwardly on a curve to the left having a radius of 602.96 feet an arc distance of 101.82 feet to an iron pin (said curve having a chord bearing of N 50° 50' 15" W and a chord distance of 101.70 feet); thence N 55° 40' 30" W a distance of 20.39 feet to an iron pin at the southwest corner of said Lot 4496; thence N 26° 24' 30" E with the west line of said Lot 4496 a distance of 874.06 feet to an iron pin in the southerly right-of-way line of Encrete Lane; thence with said right-of-way line on the following courses:

S 63° 35' 30" E a distance of 652.51 feet to a point; thence S 26° 24' 29" W a distance of 3.93 feet to a point; thence eastwardly on a curve to the right having a radius of 5701.58 feet an arc distance of 77.08 feet to a point (said curve having a chord bearing of S 62° 08' 52" E and a chord distance of 77.08 feet); thence S 53° 27' 34" E a distance of 87.62 feet to a point; thence eastwardly on a curve to the right having a radius of 5689.58 feet, an arc distance of 95.08 feet to a point (said curve having a chord bearing of S 60° 24' 59" E and a chord distance of 95.08 feet); thence S 59° 56' 13" E a distance of 97.35 feet to a point; thence S 32° 16' 42" E a distance of 37.67 feet to the place of beginning containing 17.856 acres, more or less, subject, however, to all legal highways and easements of record.

**DUNLEVEY, MAHAN & FURRY**

ROBERT T. DUNLEVEY, JR.  
CHARLES W. MAHAN  
STEPHEN A. WATRING  
GARY W. AUMAN  
GARY T. BRINSFIELD  
WILLIAM H. BARNEY, III  
RICHARD L. CARR, JR.

A LEGAL PROFESSIONAL ASSOCIATION  
110 NORTH MAIN STREET, SUITE 1000  
DAYTON, OHIO 45402-1738  
TEL: (937) 223-6003 FAX: (937) 223-8550  
www.dmd Dayton.com

November 8, 2005

DONALD B. RINEER\*\*  
AMY C. MITCHELL  
LAURIE DENDWICK-GORDON  
OF COUNSEL  
RICHARD L. FURRY\*  
\*ALSO ADMITTED IN ILLINOIS  
\*\*ALSO ADMITTED IN INDIANA

**VIA CERTIFIED MAIL;**  
**RETURN RECEIPT REQUESTED**

Barbara Benz, Trustee  
273 Sandpiper Drive  
Palm Beach, FL 33480

Barbara Benz, Trustee  
c/o Delphi Automotive Systems LLC  
5725 Delphi Dr.  
Troy, MI 48098

**Re: Lien of Frebco, Inc. (3535 Kettering Blvd, Dayton, OH)**  
**In Re: Delphi Corporation, et al., United States Bankruptcy Court, Southern District**  
**of New York, Case No. 05-44481**

Dear Sir/Madam:

You are notified that on the 7th day of November, 2005, Frebco, Inc., an Ohio corporation, filed an Affidavit for Mechanics' Lien in the office of the Montgomery County Recorder in File No. 05-114568 against Delphi's Moraine, Ohio location at 3535 Kettering Blvd.

A Copy of the Affidavit is enclosed and served on you with this notice. The enclosed Affidavit for Mechanics' Lien is being served upon Barbara Benz, Trustee, c/o Delphi Automotive Systems LLC pursuant to Ohio Revised Code Section 1311.07, and as contemplated by Delphi's Lien Claimants Motion. The filing of the Affidavit for Mechanic's Lien and the giving of this notice were done in an effort to perfect Frebco, Inc.'s mechanics' lien and such are not an attempt to collect from the debtor.

Additionally, Frebco, Inc. requests to be treated as a lien claimant under the Lien Claimants Order entered in the Delphi bankruptcy case.

Very truly yours,

  
Richard L. Carr, Jr.

RLC/sjs

Enclosures: Affidavit for Mechanic's Lien (3535 Kettering Blvd)

Cc: Frebco, Inc.  
Attn: John Mehall, General Manager (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: John Butler, Jr., Esq., John Lyons, Esq., Ron Meisler (via regular mail)  
Skadden, Arps, Slate, Meagher & Flom LLP  
Attn: Kayalyn Marafioti, Esq., Thomas Matz, Esq. (via regular mail)  
Deirdre A. Martini, United States Trustee (via regular mail)



\$28.00 11/07/05 15:43:33  
M/L -05-114568 0002  
Montgomery County  
Judy Dodge Recorder

**AFFIDAVIT FOR MECHANICS' LIEN**

STATE OF OHIO )  
 ) SS:  
COUNTY OF MONTGOMERY )

John Mehall, General Manager of Frebco, Inc. ("Frebco") whose address is 3400 Kettering Blvd., Dayton, Ohio 45439, being first duly sworn, says that Frebco, the lien claimant, furnished certain material or performed certain labor or work in furtherance of improvements located on or removed to the land hereinafter described, in pursuance of a certain contract (reference Purchase Order No. DCS09425) with Delphi Corporation, or an affiliate or subsidiary thereof ("Delphi"), the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, whose address is 5725 Delphi Drive, Troy, MI 48098. The first of the labor or work was performed or material was furnished on the 18th day of July, 2005. The last of such labor or work was performed or materials were furnished on the 31st day of August, 2005, and there is justly and truly due, Frebco, the lien claimant, therefor from Delphi, the owner, part owner, lessee, original contractor, subcontractor, or other person, as the case may be, over and above all legal set-offs, the sum of \$2,220.00, for which amount Frebco claims a lien on the building and land of Delphi Automotive Services LLC, 5725 Delphi Drive, Troy, Michigan 48098, which is or was the owner, part owner, or lessee, as the case may be, which property is described on Exhibit A attached hereto and made a party hereof.  
Barbara Benz, as Trustee, c/o

Frebco, Inc.

By: John D. Mehall  
John Mehall, General Manager

Sworn to before me and subscribed in my presence this 7<sup>th</sup> day of November, 2005.

[Signature]  
Notary Public

This Instrument Prepared By:  
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RICHARD L. CARR JR., Attorney at Law  
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My Commission has no Expiration Date.  
Section 147.03 O.R.C.